

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

**IN RE VANGUARD CHESTER FUNDS : CIVIL ACTION
LITIGATION :**

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: **NO. 22-955**

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ORDER

AND NOW, this 20th day of November 2023, upon considering defendants' motions to dismiss (DI 84, 85), plaintiffs' response in opposition (DI 86), defendants' proposed replies in support of their motions (DI 87, DI 88), and the arguments made by the parties at oral argument (DI 97), it is **ORDERED** as follows:

1. Defendants' motions for leave to file replies in support of their motions to dismiss (DI 87, 88) are **GRANTED**.

2. Defendants' motions to dismiss (DI 84, 85) are **GRANTED in part and DENIED in part** as follows:

- Defendants' motions to dismiss Count I of plaintiffs' consolidated complaint (breach of fiduciary duty) is **denied** only with respect to Independent Trustees (as defined in our memorandum opinion accompanying this order) and Vanguard's officers (i.e., Mortimer J. Buckley, John Bendl, Christine M. Buchanan, and John E. Schadl). Defendants' motion to dismiss Count I with respect to Vanguard is **granted, and Count I with respect to Vanguard is dismissed without prejudice**.
- Defendants' motions to dismiss Count II of plaintiffs' consolidated complaint (aiding and abetting breach of fiduciary duty) are **granted, and Count II is dismissed without prejudice**.
- Defendants' motions to dismiss Count III of plaintiffs' consolidated complaint (gross negligence) are **granted, and Count III is dismissed without prejudice**.
- Defendants' motions to dismiss Count IV of plaintiffs' consolidated complaint (breach of the covenant of good faith and fair dealing against the Independent Trustees) are **denied**.

- Defendants' motions to dismiss Count V of plaintiffs' consolidated complaint (unjust enrichment) are **granted, and Count V is dismissed without prejudice.**
- Defendants' motions to dismiss Count VI of plaintiffs' consolidated complaint (California Unfair Competition Law) are **granted, and Count VI is dismissed without prejudice.**
- Defendants' motions to dismiss Count VII of plaintiffs' consolidated complaint (Colorado Consumer Protection Act) are **denied.**
- Defendants' motions to dismiss Count VIII of plaintiffs' consolidated complaint (Massachusetts Consumer Protection Law) are **denied.**
- Defendants' motions to dismiss Count VII of plaintiffs' consolidated complaint (Illinois Consumer Protection Law) are **denied.**


MURPHY, J.